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7 **UNITED STATES DISTRICT COURT**
8 **NORTHERN DISTRICT OF CALIFORNIA**
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11 ADRIAN G. MONGELI, Individually And On
12 Behalf of All Others Similarly Situated,

13 Lead Plaintiff,

14 vs.

15 TERAYON COMMUNICATION SYSTEMS,
16 INC., JERRY D. CHASE, RAY FRITZ,
17 EDWARD LOPEZ, CAROL LUSTENADER,
18 MATTHEW MILLER, ZAKI RAKIB,
19 SHLOMO RAKIB, MARK A. RICHMAN,
20 CHRISTOPHER SCHAEPE, MARK SLAVEN,
21 LEWIS SOLOMON, HOWARD W. SPEAKS,
ARTHUR T. TAYLOR, DAVID WOODROW,
DOUG SABELLA and ERNST & YOUNG,
LLP

22 Defendants.
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Civil Docket No. 4:06-cv-03936-CW

CLASS ACTION

**ORDER APPROVING AWARD OF
ATTORNEYS' FEES AND
EXPENSES AND PLAN OF
ALLOCATION**

Date: September 18, 2008
Time: 2:00 p.m.
Courtroom: 2
Judge: Hon. Claudia A. Wilken

1 THIS MATTER having come before the Court on Lead Plaintiff's application for
2 approval of the award of attorneys' fees and expenses and the Plan of Allocation; the Court
3 having considered all papers filed and proceedings, and otherwise being fully informed and good
4 cause appearing;

5 IT IS HEREBY ORDERED that:

6 1. For purposes of this Order, the terms used herein shall have the same meanings
7 set forth in the Stipulation of Settlement dated as of February 19, 2008 ("Stipulation").

8 2. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil
9 Procedure, the Court finds and concludes that due and adequate notice was directed to all
10 Persons and entities who are Class Members advising them that Lead Counsel would seek an
11 award of attorneys' fees no greater than 33 $\frac{1}{3}$ percent of the settlement fund and expenses no
12 greater than \$100,000, and their right to object. A full and fair opportunity was given to all
13 Persons and entities who are Class Members to be heard with respect to the application for the
14 award of attorneys' fees and expenses. The Court finds and concludes that the requested fee
15 award is reasonable and awards attorneys' fees of 25 percent of the settlement fund, with
16 interest, and expenses totaling \$44,821.88.

17 3. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil
18 Procedure, the Court finds and concludes that due and adequate notice was directed to all
19 Persons and entities who are Class Members advising them that Lead Plaintiff would seek
20 reimbursement of time and expenses. A full and fair opportunity was given to all Persons and
21 entities who are Class Members to be heard with respect to Lead Plaintiff's application for the
22 reimbursement of time and expenses. The Court finds and concludes that the requested
23 reimbursement for time and expenses is reasonable and awards Lead Plaintiff \$2,341.67.

24 4. Pursuant to and in full compliance with Rule 23 of the Federal Rules of Civil
25 Procedure, the Court finds and concludes that due and adequate notice was directed to all
26 Persons and entities who are Class Members advising them of the Plan of Allocation and of their
27 right to object, and a full and fair opportunity was given to all Persons and entities who are Class
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Members to be heard with respect to the Plan of Allocation. The Court finds that the formula for the calculation of the claims of Authorized Claimants which is set forth in the Notice of Pendency and Proposed Settlement of Class Action sent to Class Members, provides a fair and reasonable basis upon which to allocate the proceeds of the Settlement Fund established by the Stipulation among Class Members, with due consideration having been given to administrative convenience and necessity. The Court hereby finds and concludes that the Plan of Allocation set forth in the Notice is in all respects fair and reasonable and the Court hereby approves the Plan of Allocation.

IT IS SO ORDERED.

9/23/08

DATED: _____



THE HONORABLE CLAUDIA A. WILKEN
UNITED STATES DISTRICT JUDGE

Submitted by:

SAXENA WHITE, P.A.

/s/ Joseph E. White

Joseph E. White, III

Maya S. Saxena

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